

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

-----X
In re: Chapter 11
Circuit City Stores, Inc., et al Case No. 08-35653 (KRH)
Debtors. (Jointly Administered)
-----X

**Response to Objection to Claim
Claim No. 11773 (Barnes & Powers North, LLC)**

Barnes & Powers North, LLC ("B&P") responds to the Liquidating Trust's objection to the above-described claim as follows:

1. On March 12, 2009, B&P submitted its Proof of Claim for \$630,535.79 in unsecured claims and \$96,590.07 as expenses of administration. A copy of this proof of claim is attached as Exhibit 1. The Liquidating Trust objected to the expense of administrative claim, and proposes to reduce it to \$8,132.80, apparently only allowing pro-rata rent and CAM accruing from 3/1/2009 to the 3/10/2009 date of lease rejection (although the math is not quite accurate).

2. Circuit City paid no rent for the month of November, 2008. See email memo dated November 25, 2008 from Jamie Smith (B&P's property management accountant) attached as Exhibit 2, confirming a phone conversation with Paul McClellen, Circuit City's Real Estate Manager, stating B&P should file a bankruptcy claim for November, 2008 rent. B&P has never received payment for November, 2008 rent. Since Circuit City filed its Chapter 11 Petition on November 10, 2008, rent accruing after that date for continuing use of the premises is an expense of administration. The pro-rated rent from November 10, 2008 to November 30, 2008 is:

Base Rent	\$24,160.09
Additional Rent (i.e., operating costs)	<u>5,518.15</u>
Total	\$29,678.24

3. Section 6.02 of Circuit City's lease with B&P requires Circuit City to pay its share of "Taxes" as defined in its Lease:

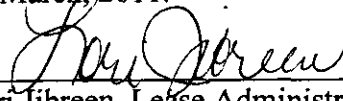
“a. Within 30 days after Landlord submits to Tenant proof of payment of Taxes by Landlord, a tax bill for such Taxes, and a statement setting forth the manner in which Tenant’s Share of Taxes is calculated.”

On January 16, 2009, Jamie Smith, B&P’s property management accountant, sent a tax bill to Circuit City as required by Section 6.02 of Circuit City’s lease. A copy of the UPS shipment invoice, UPS confirmation of delivery of February 19, 2009, B&P’s cover letter and the tax bill and related information is attached as Exhibit 3. On January 21, 2009, B&P sent a corrected tax bill to Circuit City for \$83,845.12, correcting a mathematical error in the prior bill. A copy of the UPS shipment invoice, B&P’s cover letter and the corrected tax bill is attached as Exhibit 4. Pursuant to Section 6.02 of the lease, this amount was due and payable on or before February 20, 2009 (i.e., 30 days after the corrected tax bill), and thus was part of “Rent” which was payable during the post-petition time Circuit City was occupying the premises. Consequently, it is a proper expense of administration.

4. Pursuant to Section 5.04 of Circuit City’s lease with B&P, Circuit City is required to pay any deficiency in the prior years “CAM Costs”: “Within thirty days after receipt of such statement by Tenant, Tenant shall pay to Landlord any deficiency due.” On January 16, 2009, Jamie Smith sent Circuit City a statement of CAM deficiency for \$4,497.44. A copy of this statement is included in Exhibit 3. Pursuant to Circuit City’s lease, this statement was due and payable on or before February 20, 2009, and thus was also part of “Rent” which was payable during the time Circuit City was occupying the premises post-petition. Consequently, it also is a proper expense of administration

WHEREFORE, B&P respectfully requests this Court order B&P’s expense of administration claim for \$96,590.07 be allowed.

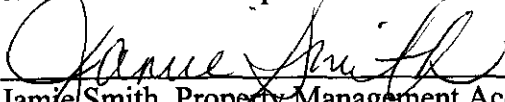
Respectfully submitted this 10th day of March, 2011.



Lori Jibreen, Lease Administrator for
Barnes & Powers North, LLC

Verification

I hereby certify under oath the statements made in this response are true and correct.



Jamie Smith, Property Management Accountant
for Barnes & Powers North, LLC

STATE OF COLORADO)
) ss.
COUNTY OF EL PASO)

The foregoing was acknowledged before me this 10th day of March, 2011, by
Lori Jibreen, Lease Administrator for Barnes & Powers North, LLC and Jamie Smith, Property
Management Accountant for Barnes & Powers North, LLC.

Witness my hand and official seal.

My commission expires: 2/9/2014



Gail Deal

Notary Public

CERTIFICATE OF FILING

I certify that on March 10, 2011, the original of this document was sent via **Federal Express**, duly addressed to the following:

Clerk of the Bankruptcy Court
United States Bankruptcy Court
701 East Broad Street – Room 4000
Richmond, Virginia 23219

Gail Deal

Gail Deal, Legal Assistant

CERTIFICATE OF MAILING

I certify that on March 10, 2011, a true and correct copy of this document was sent via first class U.S. Mail, addressed to the following:

Jeffrey N. Pomerantz, Esq.
Andrew W. Caine, Esq.
PACHULSKI STANG ZIEHL & JONES, LLP
10100 Santa Monica Boulevard
Los Angeles, CA 90067-4100

Lynn L. Tavenner, Esq.
Paula S. Beran, Esq.
TAVENNER & BERAN, PLC
20 North Eighth Street, 2nd Floor
Richmond, Virginia 23219



Gail Deal, Legal Assistant

FLYNN WRIGHT & FREDMAN, LLC
ATTORNEYS AT LAW

PLAZA OF THE ROCKIES, SUITE 202
111 SOUTH TEJON
COLORADO SPRINGS, COLORADO 80903

BRUCE M. WRIGHT

(719) 578-8444

FACSIMILE (719) 578-8836
FWF File No. 11.374

March 12, 2009

Certified Mail, Return Receipt Requested

Circuit City Stores, Inc., et al
Claims Processing Department
Kurtzman Carson Consultants, LLC
2335 Alaska Avenue
El Segundo, CA 90245

Re: Circuit City Stores West Coast, Inc. (Case No. 08-35654)
Filing of Proof of Claim

Gentlemen:

Please find enclosed the signed original Proof of Claim by Barnes and Powers North, LLC. Please note the general unsecured claim for \$14,839.00 in unpaid pre-petition rent is a duplicate of Claim No. 2367 filed on January 5, 2009.

Please call if questions.

Sincerely,

Bruce Wright

SENDER: COMPLETE THIS SECTION		COMPLETE THIS SECTION ON DELIVERY	
<ul style="list-style-type: none">■ Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.■ Print your name and address on the reverse so that we can return the card to you.■ Attach this card to the back of the mailpiece, or on the front if space permits.		<p>A. Signature <input type="checkbox"/> Agent <input checked="" type="checkbox"/> Addressee</p> <p>B. Received by (Printed Name) C. Date of Delivery</p> <p>D. Is delivery address different from item 1? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If YES, enter delivery address below:</p>	
1. Article Addressed to: Circuit City Stores, Inc. et al Claims Processing Dept Kurtzman Carson Consultants 2335 Alaska Avenue El Segundo, CA 90245		<p>RECEIVED MAR 16 2009</p> <p>KURTZMAN CARSON CONSULTANTS</p> <p>3. Service <input checked="" type="checkbox"/> Certified Mail <input type="checkbox"/> Express Mail <input type="checkbox"/> Registered <input type="checkbox"/> Return Receipt for Merchandise <input type="checkbox"/> Insured Mail <input type="checkbox"/> C.O.D.</p> <p>4. Restricted Delivery? (Extra Fee) <input type="checkbox"/> Yes</p>	
2. Article Number (Transfer from service label)			

PS Form 3811, February 2004 Domestic Return Receipt 102595-02-M-1540



B 10 (Official Form 10) (12/07)

UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF VIRGINIA

PROOF OF CLAIM

Debtor against which claim is asserted: (Check only one box below:)

- ☐ Circuit City Stores, Inc. (Case No. 08-35653) ☐ CC Distribution Company of Virginia, Inc. (Case No. 08-35659) ☐ Abbott Advertising, Inc. (Case No. 08-35665)
- ☒ Circuit City Stores West Coast, Inc. (Case No. 08-35654) ☐ Circuit City Stores PR, LLC (Case No. 08-35660) ☐ Mayland MN, LLC (Case No. 08-35666)
- ☐ InterTAN, Inc. (Case No. 08-35655) ☐ Circuit City Properties, LLC (Case No. 08-35661) ☐ Patapsco Designs, Inc. (Case No. 08-35667)
- ☐ Ventoux International, Inc. (Case No. 08-35656) ☐ Orbyx Electronics, LLC (Case No. 08-35662) ☐ Sky Venture Corporation (Case No. 08-35668)
- ☐ Circuit City Purchasing Company, LLC (Case No. 08-35657) ☐ Kinzer Technology, LLC (Case No. 08-35663) ☐ XStuff, LLC (Case No. 08-35669)
- ☐ CC Aviation, LLC (Case No. 08-35658) ☐ Courchevel, LLC (Case No. 08-35664) ☐ PRAHS, INC. (Case No. 08-35670)

NOTE: This form should not be used to make a claim for administrative expenses arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503(a).

Name of Creditor (the person or other entity to whom the debtor owes money or property):

BARNES AND POWERS NORTH LLC

Name and address where notices should be sent:

NameID: 4565058

PackID: 116708

BARNES AND POWERS NORTH LLC
111 SOUTH TEJON
SUITE 222
ATTN CHRIS JENKINS
COLORADO SPRINGS CO 80903

Telephone number: (719) 593-2600

☐ Check this box to indicate that this claim amends a previously filed claim.

Court Claim Number: _____
(if known)

Filed on: _____

Name and address where payment should be sent (if different from above):

Telephone number: _____

☐ Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

☐ Check this box if you are the debtor or trustee in this case.

1. Amount of Claim as of Date Case Filed:

\$ See attached

If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4.

If all or part of your claim is entitled to priority, complete item 5.

☐ Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.

2. Basis for Claim: See attached

(See instruction #2 on reverse side.)

3. Last four digits of any number by which creditor identifies debtor: _____

3a. Debtor may have scheduled account as: _____

(See instruction #3a on reverse side.)

4. Secured Claim (See instruction #4 on reverse side.)

Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.

Nature of property or right of setoff: ☐ Real Estate ☐ Motor Vehicle ☐ Other
Describe:

Value of Property: \$ _____ Annual Interest Rate: _____%

Amount of arrearage and other charges as of time case filed included in secured claim.

If any: \$ _____ Basis for perfection: _____

Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____

6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.

7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements or running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See definition of "redacted" on reverse side.) See attached

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.

If the documents are not available, please explain:

Signature: the person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

Date:

3/11/09

Lori Jibreen
Lori Jibreen, Lease Administrator

Amount entitled to priority:

\$ 96,590.07

*Amounts are subject to adjustment on 4/1/10 and every 5 years thereafter with respect to cases commenced on or after the date of adjustment

FOR COURT USE ONLY

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.



0835653081208144823013947

Computation of Claim

A. Expense of Administration Under 11 USC §507(a) for post petition rent due prior to March 10, 2009.

Pro-Rata Rent 11/11/2008 to 11/30/2008:	\$ 24,160.09
Pro-Rata Operating Expenses 11/11/2008 to 11/30/2008:	5,518.15
Taxes payable 1/15/2009	83,845.42
2008 CAM Adjustment payable 1/16/2009	4,497.44
Pro-Rata Rent from 3/1/2009 to 3/10/2009	6,850.87
Pro-Rata Operating Expenses 3/1/2009 to 3/10/2009	<u>1,396.34</u>
Total Expense of Administration Claim:	\$ 96,590.07

B. General Unsecured Claim

Unpaid pre petition rent: *(Note: this is duplicate of Claim No. 2367 filed on 1/5/2009)*

Base Rent from 11/1/2008 to 11/10/2008 \$ 12,080.04

Operating Expenses 11/1/2008 to 11/10/2008 2,758.96

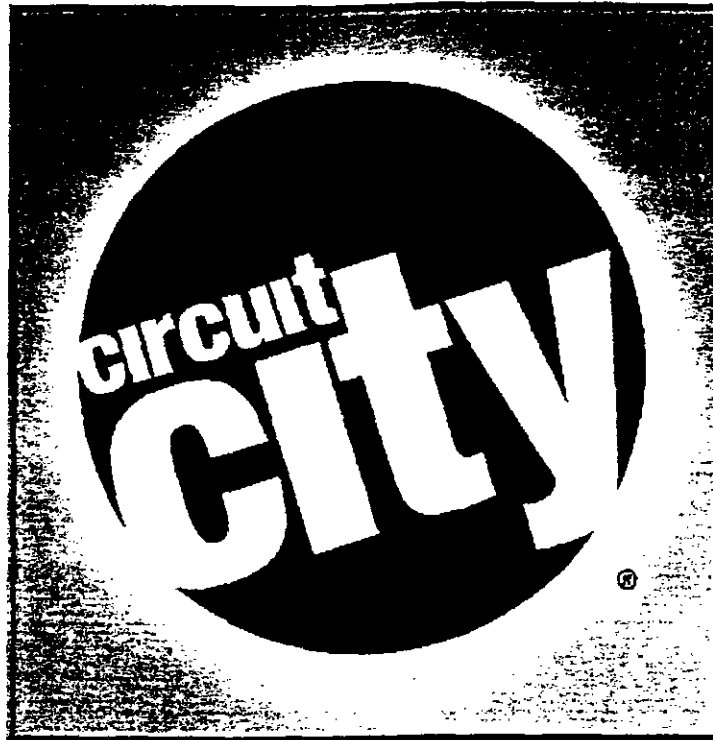
Rejection of Lease Claim (one year's rent) *(Note: This is a new unsecured claim)*

3/1/2009	Prorated Base Rent 3/11-3/31/09	29,389.26
3/1/2009	Prorated OPEX 3/11-3/31/09	6,006.50
4/1/2009	Base Rent	36,240.13
4/1/2009	OPEX	7,406.66
5/1/2009	Base Rent	36,240.13
5/1/2009	OPEX	7,406.66
6/1/2009	Base Rent	36,240.13
6/1/2009	OPEX	7,406.66
7/1/2009	Base Rent	36,240.13
7/1/2009	OPEX	7,406.66
8/1/2009	Base Rent	36,240.13
8/1/2009	OPEX	7,406.66
9/1/2009	Base Rent	36,240.13
9/1/2009	OPEX	7,406.66
10/1/2009	Base Rent	36,240.13
10/1/2009	OPEX	7,406.66
11/1/2009	Base Rent	36,240.13
11/1/2009	OPEX	7,406.66
12/1/2009	Base Rent	36,240.13
12/1/2009	OPEX	7,406.66
1/1/2010	Base Rent	36,240.13
1/1/2010	OPEX	7,628.86
1/1/2010	2009 PTAX (2008 x 3%) Estimate	86,360.78
1/1/2010	2009 CAM Charge Estimate	5,088.12

2/1/2010	Base Rent	36,240.13
2/1/2010	OPEX	7,628.86
3/1/2010	Prorated Base Rent 3/1-3/10/10	6,850.87
3/1/2010	Prorated OPEX 3/1-3/10/10	1,442.17

Total Unsecured Claim: \$630,535.79

This claim arises under a lease between Barnes & Powers North, LLC as Landlord and Circuit City Stores West Coast, Inc. as Tenant, dated December 7, 2006. The cover page of the lease is attached as the lease itself is voluminous.



LEASE AGREEMENT

by and between

BARNES & POWERS NORTH, LLC

as Landlord

and

CIRCUIT CITY STORES WEST COAST, INC.

as Tenant

BARNES MARKETPLACE SHOPPING CENTER

From: Jamie Smith
Sent: Tuesday, November 25, 2008 10:04 AM
To: David Jenkins; Steve Schreiber
Cc: Cayse Osterlund; Lori Jibreen
Subject: Circuit City #4317- Colorado Springs CO-Rent

RE: CIRCUIT CITY

I called Paul McClellan, Real Estate Manager, Circuit City regarding paying November's partial rent. He said that they will resume paying Rent on December 1st. He believed everything in November was part of the bankruptcy, and that we would should file a claim. He referred me to their attorney's, Kurtzman Carson Consultants website: kccllc.net/circuitcity for information regarding the bankruptcy.

How should we proceed?

Thanks,

Jamie Smith

Property Management Accountant
Norwood Development Group
111 S. Tejon St., Ste. 222
Colorado Springs, CO 80903
(p) 719-593-2631 (f) 719-633-0545
Email: jsmith@nor-wood.com

From: Monique_Scott@circuitcity.com [mailto:Monique_Scott@circuitcity.com]
Sent: Friday, November 21, 2008 7:47 AM
To: Jamie Smith
Subject: 4317- Colorado Springs CO-Rent

12/9/2008





Shipment Receipt

Transaction Date: 16 Jan 2009
Tracking Number: 1ZF4675R2593183907

Address Information

Ship To: Circuit City #4317 Lease Admin. 9950 Mayland Drive RICHMOND VA 23233-1463 Telephone: 804-486-3523	Ship From: Norwood Development Group Janice M Winings 111 S. Tejon Street, Suite 222 2nd Fl. Colorado Springs CO 80903 Telephone: (719) 593-2600	Return Address: Norwood Development Group Sarah Billing 111 S. Tejon Street, Suite 222 2nd Fl. Colorado Springs CO 80903 Telephone: (719) 593-2600
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Package Information

Weight	Dimensions / Packaging	Declared Value	Reference Numbers
1. Letter	UPS Letter		

UPS Shipping Service and Shipping Options

Service:
UPS Next Day Air
Guaranteed By:¹
10:30 A.M. Monday, 1/19/2009

Shipping Fees Subtotal:	25.21 USD
Transportation	23.45 USD
Fuel Surcharge	1.76 USD

Additional Shipping Options:

Delivery Confirmation:	
Package 1: Delivery Confirmation	1.75 USD
Quantum View Notify E-mail Notifications:	No Charge
1. jwinings@nor-wood.com Ship: Delivery	

Payment Information

Bill Shipping Charges to: Shipper's Account F4675R

Total Charged:	26.96 USD
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Note: Your invoice may vary from the displayed reference rates.

¹ * For delivery and guarantee information, see the UPS Service Guide. To speak to a customer service representative, call 1-800-PICK-UPS for domestic services and 1-800-782-7892 for international services.

Responsibility for Loss or Damage

Unless a greater value is recorded in the declared value field as appropriate for the UPS shipping system used, the shipper agrees that the released value of each package covered by this receipt is no greater than \$100, which is a reasonable value under the circumstances surrounding the transportation. If additional protection is desired, a shipper may increase UPS's limit of liability by declaring a higher value and paying an additional charge. UPS does not accept for transportation and shipper's requesting service through the Internet are prohibited from shipping packages with a value of more than \$50,000. The maximum liability per package assumed by UPS shall not exceed \$50,000, regardless of value in excess of the maximum. Claims not made within nine months after delivery of the package (sixty days for international shipments), or in the case of failure to make delivery, nine months after a reasonable time for delivery has elapsed (sixty days for international shipments), shall be deemed waived. The entry of a C.O.D. amount is not a declaration of value for carriage purposes. All checks or other negotiable instruments tendered in payment of C.O.D. will be accepted by UPS at shipper's risk. UPS shall not be liable for any special, incidental, or consequential damages. All shipments are subject to the terms and conditions contained in the UPS Tariff and the UPS Terms and Conditions of Service, which can be found at www.ups.com.

EXHIBIT

3

Jamie Smith

From: Sarah Billing
Sent: Monday, January 19, 2009 10:22 AM
To: Jamie Smith
Subject: FW: UPS Delivery Notification, Tracking Number 1ZF4675R2593183907

Jamie – can you print and keep with the Circuit City bill?
SB

From: Janice Winings - Main Line
Sent: Monday, January 19, 2009 9:45 AM
To: Sarah Billing
Subject: FW: UPS Delivery Notification, Tracking Number 1ZF4675R2593183907

From: UPS Quantum View [mailto:auto-notify@ups.com]
Sent: Monday, January 19, 2009 8:26 AM
To: Janice Winings - Main Line
Subject: UPS Delivery Notification, Tracking Number 1ZF4675R2593183907



***Do not reply to this e-mail. UPS and Nor'wood Development Group will not receive your reply.

At the request of Nor'wood Development Group, this notice alerts you that the shipment listed below has been delivered.

Important Delivery Information

Delivery Date / Time: 19-January-2009 / 9:56 AM
Delivery Location: RECEIVER
Signed by: KELLY

Shipment Detail

Ship To:
Lease Admin.
Circuit City #4317
9954 MAYLAND DR

HENRICO
VA
23233
US

UPS Service: NEXT DAY AIR

Shipment Type: Letter

Tracking Number: 1ZF4675R2593183907



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[Contact UPS](#)

January 16, 2009

Circuit City #4317

Attention: Lease Administration

9950 Mayland Drive

Richmond, VA 23233

Enclosed are the 2008 Common Area Reconciliation and 2008 Property Tax Bill for Store #4317 – Barnes Road, Colorado Springs, CO.

CAM Balance	\$4,497.44
Property Taxes	\$132,362.13
Total	\$136,859.57

Remittance of the total due should be sent to: Norwood Limited Inc, 111 South Tejon Ste 222, Colorado Springs, CO 80903, attention: Jamie Smith.

Barnes & Powers North, LLC.
2008 Reconciliation Statement
Circuit City #4317
5904 Barnes Rd., Colorado Springs, CO.

	2008		2008	
	Budget	PSF	Actuals	PSF
(A) Sections 5.03 -Itemized CAM Costs				
Insurance:	17,359.00	0.13	13,391.00	0.10
Security:	17,890.00	0.13	12,335.00	0.09
Snow Removal:	20,149.00	0.15	16,195.00	0.12
Electricity:	12,329.00	0.09	11,127.00	0.08
Irrigation Water:	16,848.00	0.12	17,564.00	0.13
Total Expenses:	84,575.00	0.62	70,612.00	0.52
Multiply by Tenant Pro Rata Share:	27.26%		19,250.65	0.63
(Total Bldg Sq Ft 30,518 divided by Total Center 111,941)				
(B) Section 5.04-Tenant's CAM Charge	PSF:		Total Due:	
First Calendar Year 6/18/07 - 12/31/08: \$	2.50		76,295.00	2.50
Total Itemized Services Due:			19,250.65	0.63
Total C.A.M Contribution Due:			76,295.00	2.50
Total			95,545.65	
Contribution Paid in 2008:			(91,048.21)	(2.98)
Total CAM Balance:			4,497.44	0.15

Barnes & Powers North, LLC.
2008 Reconciliation Statement
Circuit City #4317
5904 Barnes Rd., Colorado Springs, CO.

2008 Property Taxes Schedule # 53302-06-007:		\$ 555,571.66
Less: Barnes & Powers North BID		<u>(241,055.58)</u>
		314,516.08
 Circuit City (Total Bldg. Sq. Ft. 30,518 divided by 94,246) PRS	32.381%	101,844.13
 Add: Barnes & Powers North BID (\$1.00 Max-Per Lease)		30,518.00
 Contribution Paid in 2008:		0.00
2008 Taxes Due:		\$ 132,362.13



SANDRA J. DAMRON, TREASURER

DATE January 9, 2009

PROPERTY TAX STATEMENT
TAXES FOR 2008 DUE 2009

SCHEDULE (ACCOUNT) NUMBER
53302-06-007

PROPERTY LOCATION
5832 BARNES RD - 6084

PROPERTY DESCRIPTION
THAT PT LOT 1 COMMERCIAL CENTER
AT POWERS AND BARNES FIL NO 4
DESC AS FOLS: COM AT THE SELY
COR LOT 1 COMMERCIAL CENTER AT
POWERS AND BARNES FIL NO 2, TH
88<44'44" E 148.81 FT FOR POB,
TH N 01<15'16" W 285.0 FT, S
88<44'44" W 148.81 FT, TH CONT S
88<44'44" W 166.19 FT TO THE NWLY
*** DESCRIPTION INCOMPLETE ***



53302-06-007
BARNES & POWERS NORTH NO 1 LLC
111 S TEJON ST STE 222
COLORADO SPRINGS CO 80903-2246

TAX DISTRICT	SFN	ACTUAL VALUE	ASSESSED VALUE
		\$ 16,298,583	\$ 4,726,580
TAX RATE	TAX AUTHORITY	TAX AMOUNT	
0.007253	EL PASO COUNTY	34,281.88	
0.000165	EPC ROAD & BRIDGE SHARE	779.89	
0.004944	CITY OF COLORADO SPRINGS	23,368.21	
0.000165	EPC-COLORADO SPGS ROAD & BRIDGE SHARE	779.89	
0.034462	FALCON SCHOOL NO. 49 - GEN	162,887.40	
0.011212	FALCON SCHOOL NO. 49 - BOND	52,994.41	
0.003540	* PIKES PEAK LIBRARY	16,732.09	
0.000943	SOUTHEASTERN COLO. WTR. CONSERVANCY	4,457.16	
0.003858	STETSON HILLS SPEC.IMP.MAINT.DIST.	18,235.15	
0.051000	BARNES & POWERS NORTH BID	241,055.58	
0.117542	*TEMPORARY TAX RATE REDUCTION/TAX CREDIT		
	TOTAL TAX RATE	TOTAL TAXES PAYABLE	\$ 555,571.66

200953302060070100000000000000277785838

**PAYMENT
COUPON 2**

EL PASO COUNTY, COLORADO
2ND HALF - DUE JUNE 15, 2009
NO SECOND HALF STATEMENT WILL BE MAILED

SCHEDULE NUMBER 53302-06-007

OWNER'S NAME BARNES & POWERS NORTH NO 1 LLC

SECOND HALF AMOUNT DUE BY 6/15/2009 \$ 277,785.83

2009

NOTE: If you have a mortgage and are uncertain about overpaying for payment of taxes, please call your lender prior to making payment.

**WE DO NOT ACCEPT
CREDIT CARD PAYMENTS**

**MAKE CHECKS PAYABLE TO:
EL PASO COUNTY TREASURER**

**MAIL PAYMENT TO:
EL PASO COUNTY TREASURER
P.O. BOX 2018
COLO. SPGS., CO 80901-2018**

**TELEPHONE (719)520-6666
Website: trs.elpasoco.com
E-mail: Trsweb@elpasoco.com
Site Location: 27 E. Vermijo Ave.
Colo. Spgs., CO 80903**

**YOUR SCHOOL DISTRICT GENERAL FUND
TAX RATE IS 0.034462
ABSENT STATE AID, IT WOULD HAVE
BEEN 0.124672**

PLEASE MARK THE BOX TO OBTAIN A RECEIPT ☐

**PAYMENT
COUPON 1**

EL PASO COUNTY, COLORADO
1ST HALF - DUE FEBRUARY 28, 2009 OR
FULL TAX - DUE APRIL 30, 2009

SCHEDULE NUMBER 53302-06-007

OWNER'S NAME BARNES & POWERS NORTH NO 1 LLC

FIRST HALF AMOUNT DUE BY 2/28/2009 \$ 277,785.83

**OR
FULL AMOUNT DUE BY 4/30/2009 \$ 555,571.66**

2009

PLEASE MARK THE BOX TO OBTAIN A RECEIPT ☐

**ADDRESS CHANGE INFORMATION
SEE REVERSE SIDE**

20095330206007010002777858300555571668



Receipt: ESTIMATED 2008 Real Estate Taxes
REFERENCE SCHEDULE#: 53302-06-007
LOCATION: 5832 BARNES RD - 6084
Machine: 5 Ref: 36 Media: CKC 1
BARNES & POWERS NORTH HO 1 LLC
PREPAYMENT 2008 ESTIMATED TAXES

Date: 12/31/2008 HJL: 019

Tax : 555571.66
TOTAL PAID : 555571.66

☐ 53302-06-007
HURWOOD LIMITED TPA
111 SOUTH TEJON, STE 222
COLORADO SPRINGS, CO 80903



Shipment Receipt

Transaction Date: 21 Jan 2009
Tracking Number: 1ZF4675R0199796191

Address Information

Ship To: CIRCUIT CITY #4317 LEASE ADMINISTRATION 9950 MAYLAND DRIVE RICHMOND VA 23233-1463 Telephone: 8044863523	Ship From: NORWOOD DEVELOPMENT GROUP JANICE M WININGS 111 S TEJON STREET, SUITE 222 2ND FL COLORADO SPRINGS CO 80903 Telephone: 7195932600	Return Address: NORWOOD DEVELOPMENT GROUP JANICE M WININGS 111 S TEJON STREET, SUITE 222 2ND FL COLORADO SPRINGS CO 80903 Telephone: 7195932600
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Package Information

	Weight	Dimensions / Packaging	Declared Value	Reference Numbers
1.	Letter	UPS Letter		

UPS Shipping Service and Shipping Options

Service:
UPS Next Day Air
Guaranteed By: 1:
10:30 A.M. Thursday, 1/22/2009

Shipping Fees Subtotal:	25.21 USD
Transportation	23.45 USD
Fuel Surcharge	1.76 USD

Payment Information

Bill Shipping Charges to: Shipper's Account F4675R

Total Charged: 25.21 USD

Note: Your invoice may vary from the displayed reference rates.

* For delivery and guarantee information, see the UPS Service Guide. To speak to a customer service representative, call 1-800-PICK-UPS for domestic services and 1-800-782-7892 for international services.

Responsibility for Loss or Damage


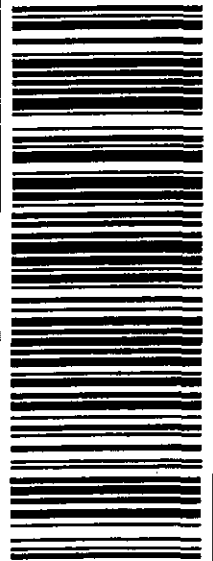

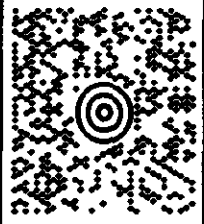
Unless a Greater value is recorded in the declared value field as appropriate for the UPS shipping system used, the shipper agrees that the released value of each package covered by this receipt is no greater than \$100, which is a reasonable value under the circumstances surrounding the transportation. If additional protection is desired, a shipper may increase UPS's limit of liability by declaring a higher value and paying an additional charge. UPS does not accept for transportation and shipper's requesting service through the Internet are prohibited from shipping packages with a value of more than \$50,000. The maximum liability per package assumed by UPS shall not exceed \$50,000, regardless of value in excess of the maximum. Claims not made within nine months after delivery of the package (sixty days for international shipments), or in the case of failure to make delivery, nine months after a reasonable time for delivery has elapsed (sixty days for international shipments), shall be deemed waived. The entry of a C.O.D. amount is not a declaration of value for carriage purposes. All checks or other negotiable instruments tendered in payment of C.O.D. will be accepted by UPS at shipper's risk. UPS shall not be liable for any special, incidental, or consequential damages. All shipments are subject to the terms and conditions contained in the UPS Tariff and the UPS Terms and Conditions of Service, which can be found at www.ups.com.

EXHIBIT

4

1. **Print the label(s):** Select the Print button on the print dialog box that appears. Note: If your browser does not support this function select Print from the File menu to print the label.
2. **Fold the printed label at the dotted line.** Place the label in a UPS Shipping Pouch. If you do not have a pouch, affix the folded label using clear plastic shipping tape over the entire label.
3. **GETTING YOUR SHIPMENT TO UPS**
Customers without a Daily Pickup
 - Schedule a same day or future day Pickup to have a UPS driver pickup all of your Internet Shipping packages.
 - Hand the package to any UPS driver in your area.
 - Take your package to any location of The UPS Store®, UPS Drop Box, UPS Customer Center, UPS Alliances (Office Depot® or Staples®) or Authorized Shipping Outlet near you. Items sent via UPS Return ServicesSM (including via Ground) are also accepted at Drop Boxes.
 - To find the location nearest you, please visit the 'Find Locations' Quick link at ups.com.**Customers with a Daily Pickup**
 - Your driver will pickup your shipment(s) as usual.

FOLD HERE

<div>SHIP TO: LEASE ADMINISTRATION 804-486-3523 CIRCUIT CITY #4317 9950 MAYLAND DRIVE RICHMOND VA 23233-1463</div>	<div>VA 232 9-40</div> 	<div>UPS NEXT DAY AIR</div> <div>TRACKING #: 1Z F46 75R 01 9979 6191</div>		<div>BILLING: P/P</div>	<div> UPS 11 0 17. WXPB60 84-0A 10/2008</div>
					

N O R ' W O O D

January 21, 2009

Circuit City #4317
Attn: Lease Administration
9950 Mayland Drive
Richmond, VA 23233-1463

Re: Revised 2008 Property Tax Invoice for Circuit City #4317

Please find enclosed a revised invoice for the 2008 Property Tax for Circuit City #4317 located at 5904 Barnes Road, Colorado Springs, CO.

Remittance of the total due should be sent to: Nor'wood Limited, Inc.
111 South Tejon Street, Suite 222
Colorado Springs, CO 80903

Thank you,

A handwritten signature in cursive script, appearing to read "Jamie Smith".

Jamie Smith, as agent of the owner
Property Management Accountant

Barnes & Powers North, LLC.
2008 Revised Property Tax Reconciliation
Circuit City #4317
5904 Barnes Rd., Colorado Springs, CO.

2008 Property Taxes Schedule # 53302-06-007:	\$ 555,571.66
Less: Barnes & Powers North BID	<u>(241,055.58)</u>
	314,516.08

Circuit City (Total Bldg. Sq. Ft. 30,518 divided by 179,990) PRS	16.955%	53,327.42
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Add: Barnes & Powers North BID (\$1.00 PSF Max-Per Lease)		30,518.00
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Contribution Paid in 2008:		0.00
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2008 Taxes Due:		\$ 83,845.42
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FLYNN WRIGHT & FREDMAN, LLC
ATTORNEYS AT LAW

PLAZA OF THE ROCKIES, SUITE 202
111 SOUTH TEJON
COLORADO SPRINGS, COLORADO 80903

BRUCE M. WRIGHT
e-mail: bwright@fwflegal.com

(719) 578-8444

FACSIMILE (719) 578-8836
FWF File No. 11.374

March 10, 2011

Clerk of the Bankruptcy Court
United States Bankruptcy Court
701 East Broad Street – Room 4000
Richmond, Virginia 23219

Re: Circuit City Stores, Inc., et al
Case No. 08-35653 (KRH)

Dear Sir or Madam:

Please find enclosed an original and one copy of a *Response to Objection to Claim - Claim No. 11773 (Barnes & Powers North, LLC)*.

As we are not a “frequent filer” with your court, we are filing this document via paper instead of efilng.

We would appreciate your filing the original of this document as appropriate, and date stamping and returning the copy to this office in provided envelope.

Thank you for your assistance in this matter.

Sincerely,



Gail Deal
Legal Assistant

Enclosures
cc/w/o/encl: David D. Jenkins